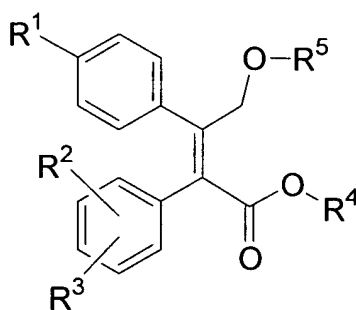


**Amendments to the Claims:**

This listing of claims replaces all prior versions, and listings, of claims in the application:

**Listing of Claims:**

1. (original) A compound of Formula I



I

or a pharmaceutically acceptable salt thereof, wherein

R<sup>1</sup> is selected from the group consisting of:

- (a) S(O)<sub>2</sub>CH<sub>3</sub>,
- (b) S(O)<sub>2</sub>NH<sub>2</sub>,
- (c) S(O)<sub>2</sub>NHC(O)CF<sub>3</sub>,
- (d) S(O)(NH)CH<sub>3</sub>,
- (e) S(O)(NH)NH<sub>2</sub>,
- (f) S(O)(NH)NHC(O)CF<sub>3</sub>,
- (g) P(O)(CH<sub>3</sub>)OH, and
- (h) P(O)(CH<sub>3</sub>)NH<sub>2</sub>;

R<sup>2</sup> and R<sup>3</sup> each are independently selected from the group consisting of:

- (a) hydrogen,
- (b) halo,
- (c) C<sub>1</sub>-6alkoxy,
- (d) C<sub>1</sub>-6alkylthio,

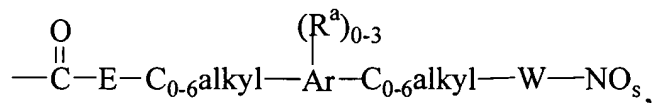
- (e) CN,
- (f) CF<sub>3</sub>,
- (g) C<sub>1-6</sub>alkyl, and
- (h) N<sub>3</sub>;

R<sup>4</sup> is selected from the group consisting of

- (a) hydrogen,
- (b) C<sub>1-6</sub>alkyl, optionally substituted with 1-3 substituents independently selected from the group consisting of:
  - (i) halo,
  - (ii) phenyl, naphthyl or HET<sup>1</sup>, each of said phenyl, naphthyl or HET<sup>1</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>alkoxy, C<sub>1-6</sub>alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>,
  - (iii) N(R<sup>i</sup>)R<sup>ii</sup>, wherein R<sup>i</sup> and R<sup>ii</sup> are each independently selected from the group consisting of hydrogen and C<sub>1-4</sub>alkyl,
  - (iv) -CO<sub>2</sub>R<sup>iii</sup>, wherein R<sup>iii</sup> is hydrogen or C<sub>1-4</sub>alkyl,
- (c) phenyl, naphthyl or HET<sup>2</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>alkoxy, C<sub>1-6</sub>alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;

R<sup>5</sup> is selected from the group consisting of:

- (a) -NO<sub>s</sub>,
- (b) -C(O)-E-C<sub>1-10</sub>alkyl-W-NO<sub>s</sub>,
- (c)



wherein:

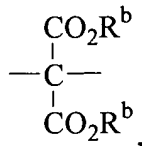
each s is independently 1 or 2,

E is a bond, oxygen, sulfur or -C(O)-O-,

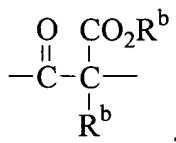
each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,

(3)



(4)



Ar is selected from the group consisting of: phenyl, naphthyl and HET<sup>3</sup>,

each R<sup>a</sup> is independently selected from the group consisting of:

- (1) halo,
- (2) C<sub>1-6</sub>alkyl,
- (3) C<sub>1-6</sub>alkoxy,
- (4) C<sub>1-6</sub>alkylthio,
- (5) OH,
- (6) CN,
- (7) CF<sub>3</sub>,
- (8) CO<sub>2</sub>R<sup>7</sup>, and
- (9) C<sub>0-6</sub>alkyl-W-NO<sub>s</sub>;

each R<sup>b</sup> is independently selected from the group consisting of:

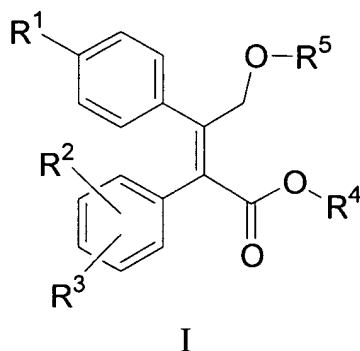
- (1) C<sub>1-6</sub>alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>4</sup>, each of said phenyl, naphthyl or HET<sup>4</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>alkoxy, C<sub>1-6</sub>alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>; and
- (2) phenyl, naphthyl or HET<sup>5</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>alkoxy, C<sub>1-6</sub>alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>;

R<sup>6</sup>, R<sup>7</sup> and R<sup>8</sup> are each independently selected from the group consisting of

- (a) hydrogen,
- (b) C<sub>1</sub>-6alkyl; and

HET<sup>1</sup>, HET<sup>2</sup>, HET<sup>3</sup>, HET<sup>4</sup> and HET<sup>5</sup> are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolaziny, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidiny, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidiny, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

2. (original) A compound according to Claim 1 of Formula I



or a pharmaceutically acceptable salt thereof, wherein

R<sup>1</sup> is selected from the group consisting of:

- (a)  $\text{S(O)}_2\text{CH}_3$ ,
- (b)  $\text{S(O)}_2\text{NH}_2$ ,
- (c)  $\text{S(O)}_2\text{NHC(O)CF}_3$ ,
- (d)  $\text{S(O)(NH)CH}_3$ ,
- (e)  $\text{S(O)(NH)NH}_2$ ,
- (f)  $\text{S(O)(NH)NHC(O)CF}_3$ ,
- (g)  $\text{P(O)(CH}_3\text{)OH}$ , and
- (h)  $\text{P(O)(CH}_3\text{)NH}_2$ ;

R<sup>2</sup> and R<sup>3</sup> each are independently selected from the group consisting of:

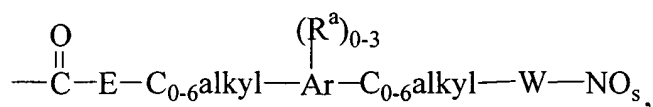
- (a) hydrogen,
- (b) halo,
- (c) C<sub>1</sub>-6alkoxy,
- (d) C<sub>1</sub>-6alkylthio,
- (e) CN,
- (f) CF<sub>3</sub>,
- (g) C<sub>1</sub>-6alkyl, and
- (h) N<sub>3</sub>;

R<sup>4</sup> is selected from the group consisting of

- (a) hydrogen,
- (b) C<sub>1</sub>-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>1</sup>, each of said phenyl, naphthyl or HET<sup>1</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;
- (c) phenyl, naphthyl or HET<sup>2</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;

R<sup>5</sup> is selected from the group consisting of:

- (a) -NO<sub>s</sub>,
- (b) -C(O)-E-C<sub>1</sub>-10alkyl-W-NO<sub>s</sub>,
- (c)



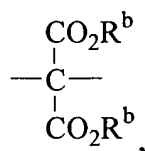
wherein:

each s is independently 1 or 2,

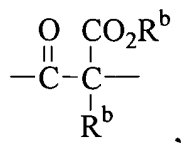
E is a bond, oxygen, sulfur or  $\text{---C(O)---O---}$ ,

each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,
- (3)



- (4)



Ar is selected from the group consisting of: phenyl, naphthyl and HET<sup>3</sup>,

each R<sup>a</sup> is independently selected from the group consisting of:

- (1) halo,
- (2) C<sub>1-6</sub>alkyl,
- (3) C<sub>1-6</sub>alkoxy,
- (4) C<sub>1-6</sub>alkylthio,
- (5) OH,
- (6) CN,
- (7) CF<sub>3</sub>,
- (8) CO<sub>2</sub>R<sup>7</sup>, and
- (9) C<sub>0-6</sub>alkyl-W-NO<sub>s</sub>;

each R<sup>b</sup> is independently selected from the group consisting of:

- (1) C<sub>1-6</sub>alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>4</sup>, each of said phenyl, naphthyl or HET<sup>4</sup> being optionally substituted with 1-3 substituents

- independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>; and
- (2) phenyl, naphthyl or HET<sup>5</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>;

R<sup>6</sup>, R<sup>7</sup> and R<sup>8</sup> are each independently selected from the group consisting of

- (a) hydrogen,  
(b) C<sub>1</sub>-6alkyl; and

HET<sup>1</sup>, HET<sup>2</sup>, HET<sup>3</sup>, HET<sup>4</sup> and HET<sup>5</sup> are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolaziny, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

3. (original) The compound according to Claim 2 wherein

R<sup>1</sup> is S(O)<sub>2</sub>CH<sub>3</sub>, and

R<sup>2</sup> and R<sup>3</sup> are both hydrogen.

4. (original) The compound according to Claim 3 wherein:

R<sup>4</sup> is C<sub>1</sub>-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>1</sup>, each of said phenyl, naphthyl or HET<sup>1</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;

R<sup>6</sup> is selected from the group consisting of

- (a) hydrogen,
- (b) C<sub>1</sub>-6alkyl; and

HET<sup>1</sup> is selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolaziny, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxaliny, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidiny, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidiny, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

5. (original) The compound according to Claim 4 wherein R<sup>4</sup> is methyl, ethyl, propyl or isopropyl.

6. (original) The compound according to Claim 3 wherein:



R<sup>4</sup> is phenyl, naphthyl or HET<sup>2</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;

R<sup>6</sup> is selected from the group consisting of

- (a) hydrogen,
- (b) C<sub>1</sub>-6alkyl; and

HET<sup>2</sup> is selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolaziny, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidiny, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidiny, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

7. (original) The compound according to Claim 3 wherein R<sup>5</sup> is -NO<sub>s</sub>, wherein s is 1 or 2.

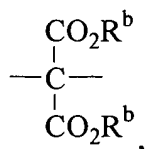
8. (original) The compound according to Claim 3 wherein R<sup>5</sup> is -C(O)-E-C<sub>1</sub>-10alkyl-W-NO<sub>s</sub>, wherein:

s is 1 or 2,

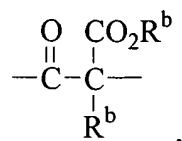
E is a bond, oxygen, sulfur or -C(O)-O-,

W is selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,
- (3)



- (4)



each  $\text{R}^b$  is independently selected from the group consisting of:

- (1)  $\text{C}_1$ -6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or  $\text{HET}^4$ , each of said phenyl, naphthyl or  $\text{HET}^4$  being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo,  $\text{C}_1$ -6alkyl,  $\text{C}_1$ -6alkoxy,  $\text{C}_1$ -6alkylthio, OH, CN,  $\text{CF}_3$ , and  $\text{CO}_2\text{R}^8$ ; and
- (2) phenyl, naphthyl or  $\text{HET}^5$ , each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo,  $\text{C}_1$ -6alkyl,  $\text{C}_1$ -6alkoxy,  $\text{C}_1$ -6alkylthio, OH, CN,  $\text{CF}_3$ , and  $\text{CO}_2\text{R}^8$ ;

$\text{R}^8$  is selected from the group consisting of

- (a) hydrogen and
- (b)  $\text{C}_1$ -6alkyl; and

$\text{HET}^4$  and  $\text{HET}^5$  are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl,

pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidiny, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidiny, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

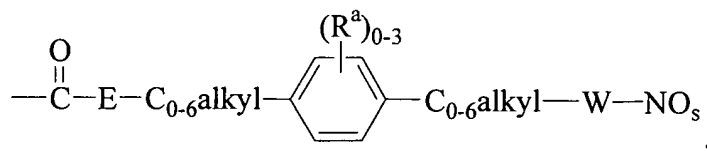
9.(original) The compound according to Claim 8 wherein:

E is a bond or oxygen;  
s is 2;

W is oxygen; and

R<sup>4</sup> is hydrogen, methyl, ethyl, propyl or isopropyl.

10. (original) The compound according to Claim 3 wherein R<sup>5</sup> is



wherein:

each s independently 1 or 2,

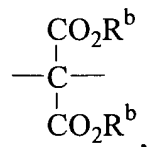
E is a bond, oxygen, sulfur or —C(O)—O—,

each W is independently selected from the group consisting of:

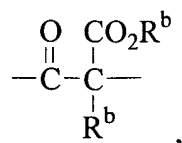
(1) oxygen,

(2) sulfur,

(3)



(4)



each  $\text{R}^a$  is independently selected from the group consisting of:

- (1) halo,
- (2)  $\text{C}_{1-6}$ alkyl,
- (3)  $\text{C}_{1-6}$ alkoxy,
- (4)  $\text{C}_{1-6}$ alkylthio,
- (5) OH,
- (6) CN,
- (7)  $\text{CF}_3$ ,
- (8)  $\text{CO}_2\text{R}^7$ , and
- (9)  $\text{C}_{0-6}$ alkyl-W- $\text{NO}_2$ ;

each  $\text{R}^b$  is independently selected from the group consisting of:

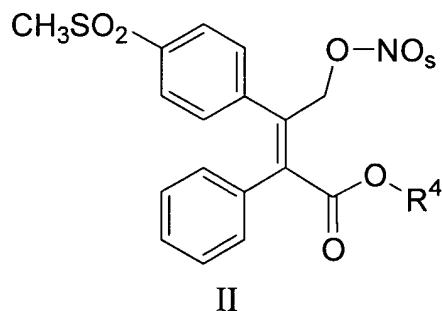
- (1)  $\text{C}_{1-6}$ alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or  $\text{HET}^4$ , each of said phenyl, naphthyl or  $\text{HET}^4$  being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo,  $\text{C}_{1-6}$ alkyl,  $\text{C}_{1-6}$ alkoxy,  $\text{C}_{1-6}$ alkylthio, OH, CN,  $\text{CF}_3$ , and  $\text{CO}_2\text{R}^8$ ; and
- (2) phenyl, naphthyl or  $\text{HET}^5$ , each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo,  $\text{C}_{1-6}$ alkyl,  $\text{C}_{1-6}$ alkoxy,  $\text{C}_{1-6}$ alkylthio, OH, CN,  $\text{CF}_3$ , and  $\text{CO}_2\text{R}^8$ ;

$\text{R}^7$  and  $\text{R}^8$  is selected from the group consisting of

- (a) hydrogen and
- (b) C<sub>1-6</sub>alkyl; and

HET<sup>4</sup> and HET<sup>5</sup> are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

11. (original) A compound according to Claim 2 of Formula II



or a pharmaceutically acceptable salt thereof, wherein

R<sup>4</sup> is selected from the group consisting of:

- (a) C<sub>1</sub>-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>1</sup>, each of said phenyl, naphthyl or HET<sup>1</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;
- (b) phenyl, naphthyl or HET<sup>2</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;

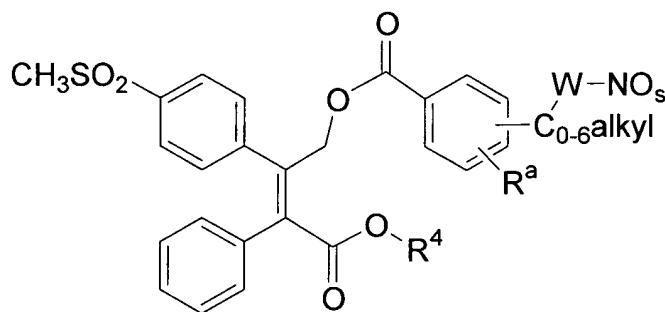
R<sup>6</sup> is selected from the group consisting of

- (a) hydrogen and
- (b) C<sub>1</sub>-6alkyl;

s is 1 or 2; and

HET<sup>1</sup> and HET<sup>2</sup> are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolaziny, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidiny, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidiny, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

15. (original) A compound according to Claim 2 of Formula III



III

or a pharmaceutically acceptable salt thereof, wherein

R<sup>4</sup> is selected from the group consisting of:

- (a) C<sub>1</sub>-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>1</sup>, each of said phenyl, naphthyl or HET<sup>1</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;
- (b) phenyl, naphthyl or HET<sup>2</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;

R<sup>6</sup> is selected from the group consisting of

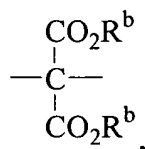
- (a) hydrogen,
- (b) C<sub>1</sub>-6alkyl;

R<sup>a</sup> is hydrogen or C<sub>0</sub>-6alkyl-W-NO<sub>s</sub>.

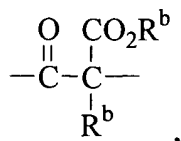
each s is independently 1 or 2,

each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,
- (3)



- (4)



each R<sup>b</sup> is independently selected from the group consisting of:

- (1) C<sub>1</sub>-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>4</sup>, each of said phenyl, naphthyl or HET<sup>4</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>; and
- (2) phenyl, naphthyl or HET<sup>5</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>;

R<sup>8</sup> is selected from the group consisting of

- (a) hydrogen,
- (b) C<sub>1</sub>-6alkyl; and

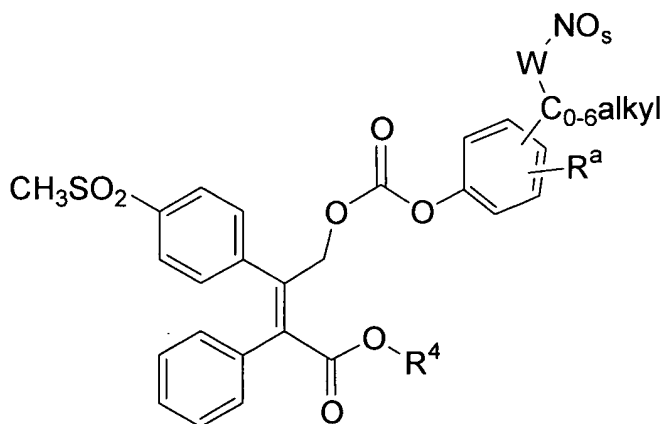
HET<sup>1</sup>, HET<sup>2</sup>, HET<sup>4</sup> and HET<sup>5</sup> are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazoliny, quinolyl,



quinoxaliny, thiadiazoly, thiazoly, thienyl, triazoly, azetidiny, 1,4-dioxany, hexahydroazepiny, piperaziny, piperidiny, pyrrolidiny, morpholiny, thiomorpholiny, dihydrobenzimidazoly, dihydrobenzofurany, dihydrobenzothiopheny, dihydrobenzoxazoly, dihydrofurany, dihydroimidazoly, dihydroindoly, dihydroisooxazoly, dihydroisothiazoly, dihydrooxadiazoly, dihydrooxazoly, dihydropyraziny, dihydropyrazoly, dihydropyridiny, dihydropyrimidiny, dihydropyrroly, dihydroquinoliny, dihydrotetrazoly, dihydrothiadiazoly, dihydrothiazoly, dihydrothienyl, dihydrotriazoly, dihydroazetidiny, methylenedioxybenzoyl, tetrahydrofurany, and tetrahydrothienyl.

16 to 19. (canceled)

20. (original) A compound according to Claim 2 of Formula IV



IV

or a pharmaceutically acceptable salt thereof, wherein

R<sup>4</sup> is selected from the group consisting of:

- (a) C<sub>1-6</sub>alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>1</sup>, each of said phenyl, naphthyl or HET<sup>1</sup> being optionally substituted with 1-3 substituents independently

selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;

- (b) phenyl, naphthyl or HET<sup>2</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;

R<sup>6</sup> is selected from the group consisting of

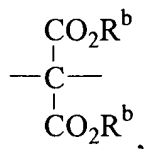
- (a) hydrogen,  
(b) C<sub>1</sub>-6alkyl;

R<sub>a</sub> is hydrogen or C<sub>0</sub>-6alkyl-W-NO<sub>s</sub>.

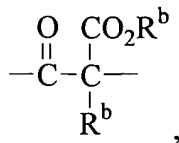
each s is independently 1 or 2;

each W is independently selected from the group consisting of:

- (1) oxygen,  
(2) sulfur,  
(3)



- (4)



each R<sup>b</sup> is independently selected from the group consisting of:

- (1) C<sub>1</sub>-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>4</sup>, each of said phenyl, naphthyl or HET<sup>4</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>; and

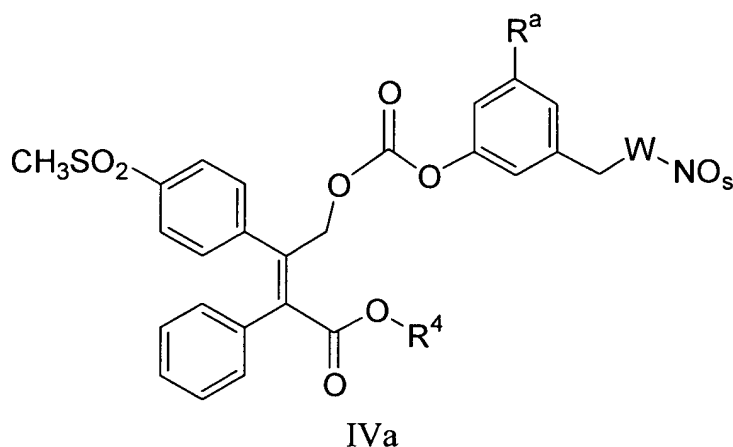
- (2) phenyl, naphthyl or HET<sup>5</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>;

R<sup>8</sup> is selected from the group consisting of

- (a) hydrogen,  
(b) C<sub>1</sub>-6alkyl; and

HET<sup>1</sup>, HET<sup>2</sup>, HET<sup>4</sup> and HET<sup>5</sup> are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolaziny, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidiny, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidiny, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

21. (original) The compound according to Claim 20 of Formula IVa



or a pharmaceutically acceptable salt thereof, wherein

R<sup>4</sup> is selected from the group consisting of:

- (a) C<sub>1</sub>-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>1</sup>, each of said phenyl, naphthyl or HET<sup>1</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;
- (b) phenyl, naphthyl or HET<sup>2</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>6</sup>;

R<sup>6</sup> is selected from the group consisting of

- (a) hydrogen,
- (b) C<sub>1</sub>-6alkyl;

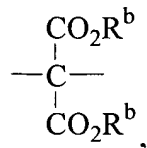
R<sup>a</sup> is hydrogen or C<sub>0</sub>-6alkyl-W-NO<sub>s</sub>.

each s is independently 1 or 2;

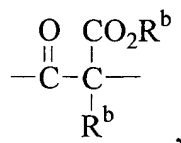
each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,

(3)



(4)



each R<sup>b</sup> is independently selected from the group consisting of:

- (1) C<sub>1</sub>-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET<sup>4</sup>, each of said phenyl, naphthyl or HET<sup>4</sup> being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>; and
- (2) phenyl, naphthyl or HET<sup>5</sup>, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C<sub>1</sub>-6alkyl, C<sub>1</sub>-6alkoxy, C<sub>1</sub>-6alkylthio, OH, CN, CF<sub>3</sub>, and CO<sub>2</sub>R<sup>8</sup>;

R<sup>8</sup> is selected from the group consisting of

- (a) hydrogen,
- (b) C<sub>1</sub>-6alkyl; and

HET<sup>1</sup>, HET<sup>2</sup>, HET<sup>4</sup> and HET<sup>5</sup> are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolaziny, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl,

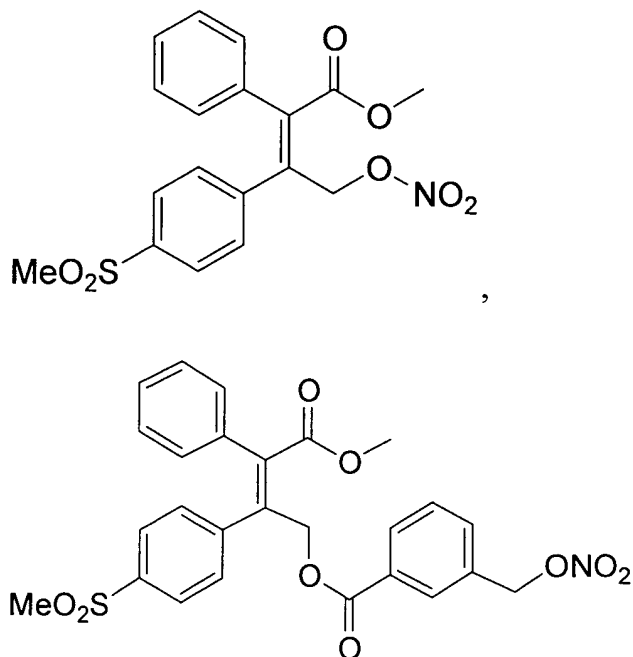
dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidiny, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

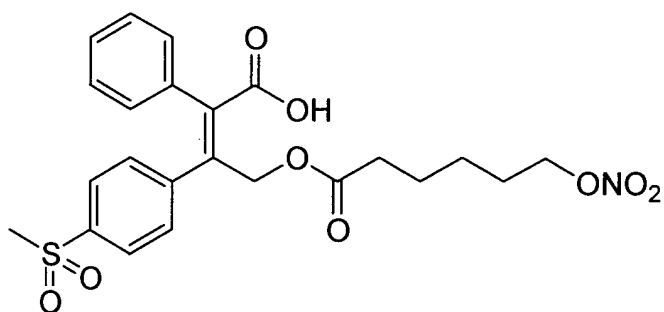
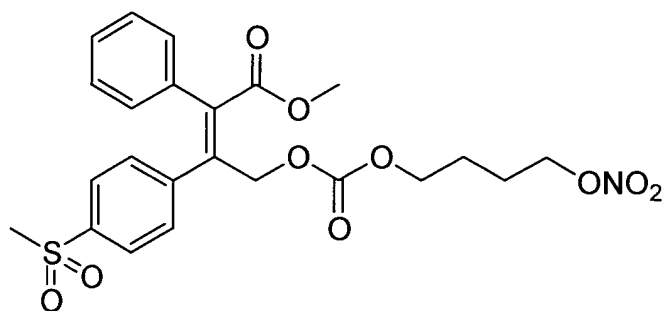
22 to 25. (canceled)

26. (original) The compound according to Claim 1 wherein:  $R^4$  is  $C_1$ -6alkyl, mono-substituted with

- (i)  $N(R^i)R^{ii}$ , wherein  $R^i$  and  $R^{ii}$  are each independently selected from the group consisting of hydrogen and  $C_1$ -4alkyl or
- (ii)  $-CO_2R^{iii}$ , wherein  $R^{iii}$  is hydrogen or  $C_1$ -4alkyl.

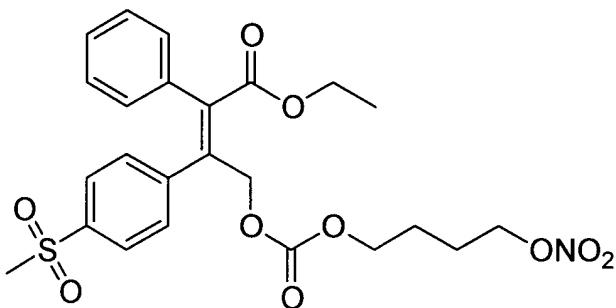
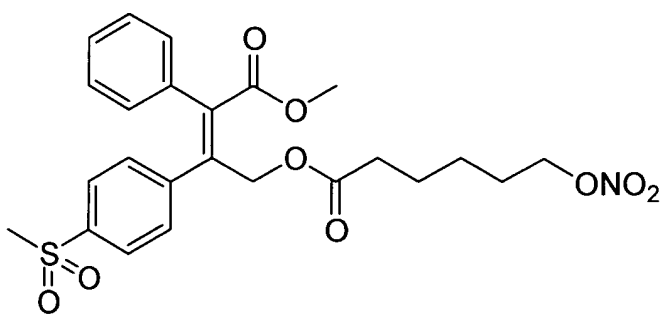
27. (original) A compound selected from the following group:

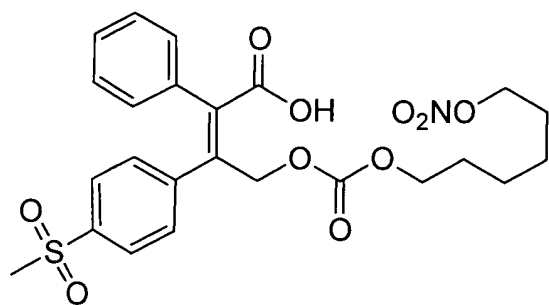




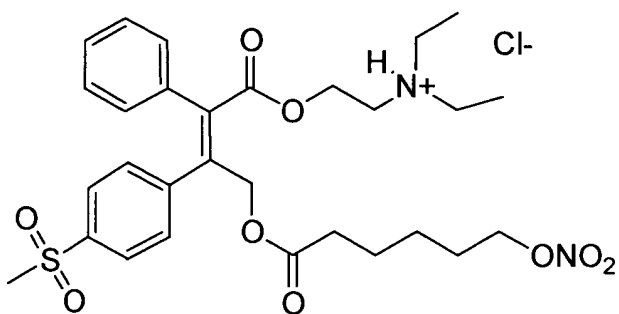
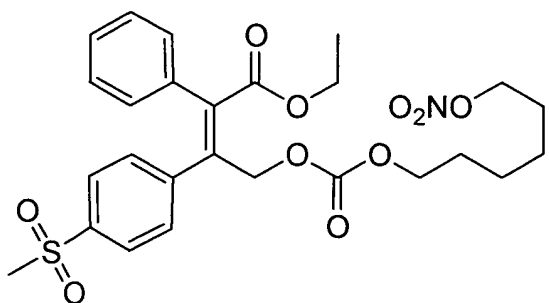
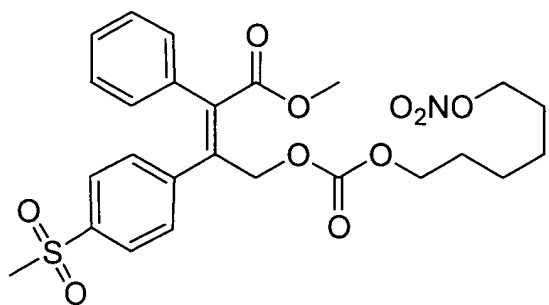
or a pharmaceutically acceptable salt

thereof,





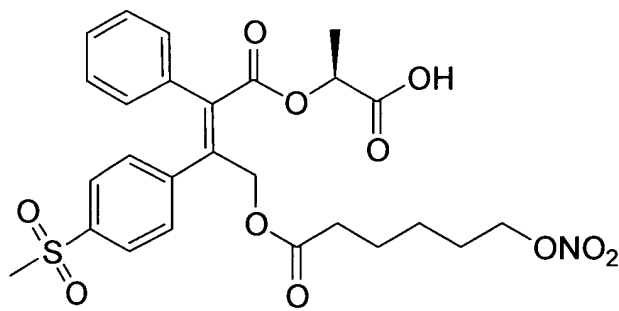
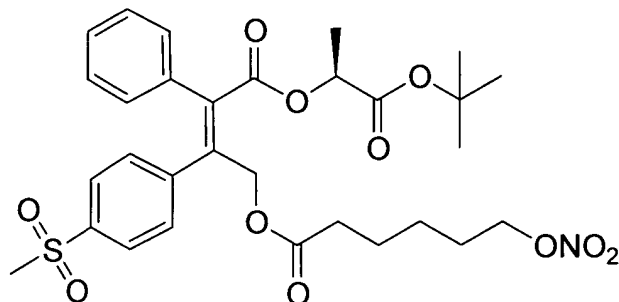
or a pharmaceutically acceptable salt thereof,



thereof,

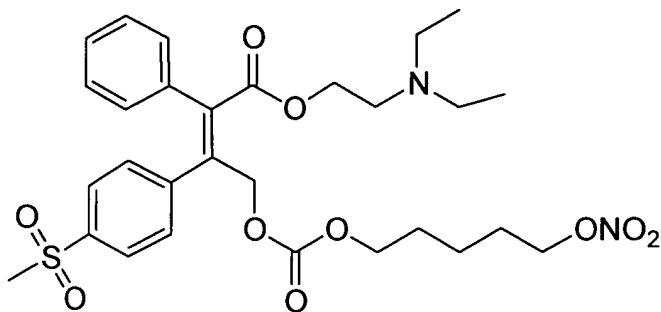
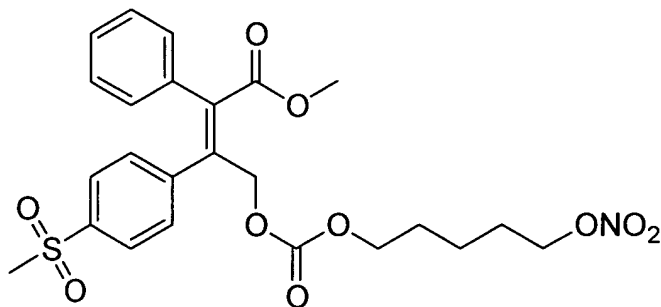
or a pharmaceutically acceptable salt





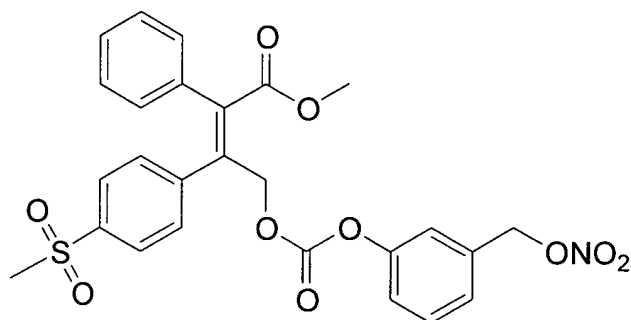
or a pharmaceutically acceptable salt

thereof,



or a pharmaceutically acceptable salt

thereof, and



28 to 31. (canceled)

32. (currently amended) A method for treating a chronic cyclooxygenase-2 mediated disease or condition and reducing the risk of a thrombotic cardiovascular event in a human patient in need of such treatment and at risk of a thrombotic cardiovascular event comprising orally concomitantly or sequentially administering to said patient a compound according to Claim 1 in an amount effective to treat the cyclooxygenase-2 mediated disease or condition and aspirin in an amount effective to reduce the risk of the thrombotic cardiovascular event, wherein said chronic cyclooxygenase-2 mediated disease or condition is selected from the group consisting of pain, fever and inflammation of a condition selected from the group consisting of rheumatic fever, symptoms associated with influenza or other viral infections, common cold, low back pain, neck pain, dysmenorrhea, headache, migraine, toothache, sprains and strains, neuralgia, synovitis, rheumatoid arthritis, osteoarthritis, gout, bursitis, burns, injuries, and pain and inflammation following surgical procedures and inhibition of the onset or progression of Alzheimer's disease.

33 to 40. (canceled)

41. (previously presented) A pharmaceutical composition comprising a compound of formula I according to claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

42 to 44. (canceled)